

2550 Golf Road
Rolling Meadows, IL 60008

Telephone: 312/640-7000

EVANS / **EVANS RAILCAR**
PRODUCTS COMPANY **LEASING COMPANY**
DIVISION

9614-E

RECORDATION NO. 9614-E

Filed 1425

AUG 17 1984 - 12 12 PM

INTERSTATE COMMERCE COMMISSION

No. 3

AUG 17 1984

Date

Fee \$

10.00

ICC Washington, D. C.

4-230 A095

August 5, 1984

Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Secretary:

Pursuant to 49 U.S.C. §11303 and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing three fully executed counterparts of that certain Supplemental Agreement dated as of April 6, 1984. The parties to the Supplemental Agreement are:

Debtor: Evans Railcar Leasing Company
The East Tower, Suite 1000
2550 Golf Road
Rolling Meadows, Illinois 60008

Secured
Party: Marine Midland Bank
140 Broadway
New York, New York 10015

A description of the equipment covered by the Supplemental Agreement is attached hereto as Exhibits A and B.

The enclosed Supplemental Agreement relates to that certain Security Agreement dated as of June 30, 1978 and recorded with Interstate Commerce Commission on August 31, 1978 as ICC Recordation No. 9614. Accordingly, we request that the Supplemental Agreement be filed as a subfiling under that number.

AS

Secretary
Interstate Commerce Commission

August 5, 1984
Page Two

Enclosed herewith is a check in the amount of \$10.00 in payment of the applicable recording fees.

Since these documents are being delivered to you by hand, we would appreciate it if you would return to the bearer the duly stamped counterparts of the Supplemental Agreement not required to be kept by you, or, if it is not possible to return them to the bearer, send them to: Mr. Ronald M. Neifield, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very truly yours,

EVANS RAILCAR LEASING COMPANY


Assistant Secretary

Enclosures

EXHIBIT A
ISSUE AS
"DELETED CAR NUMBERS"

Description

270 Covered Hoppers

Reporting Marks

LOAM 3000-3005
LOAM 3007
LOAM 3009-3015
LOAM 3017-3018
LOAM 3020
LOAM 3022-3023
LOAM 3025-3051
LOAM 3053-3058
LOAM 3060-3064
LOAM 3066-3074
LOAM 3076-3099
ERES 7000-7005
ERES 7008-7009
ERES 7011-7015
ERES 7017-7019
ERES 7021
ERES 7023-7036
ERES 7038-7068
ERES 7070-7074
ERES 7076-7082
ERES 7084-7089
ERES 7091-7092
ERES 7095-7096
ERES 7098
ERES 7099
LOAM 11000-11009
LOAM 11012
LOAM 11014
LOAM 11017-11097
LOAM 11099

EXHIBIT B
ISSUE AS
"REPLACEMENT CAR NUMBERS"

Description

270 Covered Hoppers

Reporting Marks

CSKX 7077
NOKL 3006
NOKL 3010
NOKL 3027
NOKL 3029
NOKL 3038
NOKL 3041
NOKL 3047
NOKL 3067-3068
NOKL 3077
NOKL 3091
NOKL 11000-11009
NOKL 11012
NOKL 11014
NOKL 11017-11097
NOKL 11099
CAGY 700-749
USLX 7040-7050
USLX 7052-7064
USLX 7099
USLX 18301-18317
FRDN 3017-3018
FRDN 3023
FRDN 3042
FRDN 3054
FRDN 3057
FRDN 3062
FRDN 3069-3070
FRDN 3082
FRDN 3084
FRDN 3086
FRDN 3097
ERLX 7000-7005
ERLX 7008-7009
ERLX 7011-7015
ERLX 7017-7019
ERLX 7021
ERLX 7023-7036
ERLX 7038-7039
ERLX 7051
ERLX 7065-7068
ERLX 7070-7074
ERLX 7076
ERLX 7078
ERLX 7080-7082

ERLX 7084-7089
ERLX 7091-7092
ERLX 7095-7096
ERLX 7098

SUPPLEMENTAL AGREEMENT

AUG 17 1984 - 12 12 PM

INTERSTATE COMMERCE COMMISSION

This Supplemental Agreement dated as of April 6, 1984 is by and between Marine Midland Bank (hereinafter called the "Lender") and Evans Railcar Leasing Company, an Illinois Corporation, by name change successor to United States Railway Leasing Company (hereinafter called the "Company").

W I T N E S S E T H:

WHEREAS, the Lender and the Company have executed and delivered with and to each other that certain Loan and Security Agreement, Issue AS, dated as of June 30, 1978, (hereinafter called the "Agreement"); and

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission in accordance with 49 USC Section 11303 and assigned Recordation No. 9614; and

WHEREAS, pursuant to said Agreement, the Company granted the Lender a security interest in certain railroad cars (hereinafter called the "Equipment"); and

WHEREAS, the Company and the Lender desire to modify and amend the Agreement to reflect changes in identifying marks with respect to certain units of Equipment.

NOW, THEREFORE, in consideration of the promises, covenants and agreements hereinafter set forth, it is agreed by and between the parties hereto that:

1. The Agreement is hereby amended by deleting from Schedule I thereof, the cars numbers described in Exhibit A hereto (hereinafter called "Deleted Car Numbers"), and subjecting to the lien thereof and adding to Schedule I thereof, the car numbers described in Exhibit B hereto (hereinafter called "Replacement Car Numbers").

2. The term "Equipment" as used in the Agreement shall hereafter, for all purposes, include the Replacement Car Numbers and shall not hereafter include the Deleted Car Numbers.

3. The Company will promptly cause this Supplemental Agreement to be filed and recorded with the Interstate Commerce Commission and recorded in accordance with 49 USC 11303.

4. Except as amended and supplemented hereby, the Agreement shall remain unaltered and in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Agreement to be duly executed as of the 6th day of April, 1984.

[CORPORATE SEAL]

ATTEST:

Dorothy A. Ryan
Assistant Secretary

MARINE MIDLAND BANK

By:

William Warren Smith, Jr.
Vice President

[CORPORATE SEAL]

ATTEST:

Susan Chang
Assistant Secretary

EVANS RAILCAR LEASING COMPANY

By:

[Signature]

STATE OF New York

CITY AND COUNTY OF New York

On this 13th day of June, 1984, before me personally appeared William Warren Smith, Jr. and Dorothy A. Ryan, to me personally known, who, being by me duly sworn, say that they are Vice President and Assistant Secretary, respectively, of

that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My commission expires:

March 30, 1986

Cassie Cumberbatch
Notary Public

STATE OF

COUNTY OF COOK

On this 6th day of April, 1984, before me personally appeared Paul R. Leak and Lawrence Prange, to me personally known, who, being by me duly sworn, say that they are Vice President and Assistant Secretary, respectively, of EVANS RAILCAR LEASING COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My commission expires:

February 4, 1984

Susan S. Mueller
Notary Public

9614-E

EXHIBIT A
ISSUE AS
"DELETED CAR NUMBERS"

Description

270 Covered Hoppers

Reporting Marks

LOAM 3000-3005
LOAM 3007
LOAM 3009-3015
LOAM 3017-3018
LOAM 3020
LOAM 3022-3023
LOAM 3025-3051
LOAM 3053-3058
LOAM 3060-3064
LOAM 3066-3074
LOAM 3076-3099
ERES 7000-7005
ERES 7008-7009
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ERES 7070-7074
ERES 7076-7082
ERES 7084-7089
ERES 7091-7092
ERES 7095-7096
ERES 7098
ERES 7099
LOAM 11000-11009
LOAM 11012
LOAM 11014
LOAM 11017-11097
LOAM 11099

EXHIBIT B
ISSUE AS
"REPLACEMENT CAR NUMBERS"

<u>Description</u>	<u>Reporting Marks</u>
270 Covered Hoppers	CSKX 7077
	NOKL 3006
	NOKL 3010
	NOKL 3027
	NOKL 3029
	NOKL 3038
	NOKL 3041
	NOKL 3047
	NOKL 3067-3068
	NOKL 3077
	NOKL 3091
	NOKL 11000-11009
	NOKL 11012
	NOKL 11014
	NOKL 11017-11097
	NOKL 11099
	CAGY 700-749
	USLX 7040-7050
	USLX 7052-7064
	USLX 7099
	USLX 18301-18317
	FRDN 3017-3018
	FRDN 3023
	FRDN 3042
	FRDN 3054
	FRDN 3057
	FRDN 3062
	FRDN 3069-3070
	FRDN 3082
	FRDN 3084
	FRDN 3086
	FRDN 3097
	ERLX 7000-7005
	ERLX 7008-7009
	ERLX 7011-7015
	ERLX 7017-7019
	ERLX 7021
	ERLX 7023-7036
	ERLX 7038-7039
	ERLX 7051
	ERLX 7065-7068
	ERLX 7070-7074
	ERLX 7076
	ERLX 7078
	ERLX 7080-7082

ERLX 7084-7089
ERLX 7091-7092
ERLX 7095-7096
ERLX 7098